

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re: : Chapter 7  
: :  
SUNTECH POWER HOLDINGS CO., LTD. : Case No. 13-13350 (SMB)  
: :  
Alleged Debtor. :  
: :  
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**STIPULATION AND ORDER REGARDING  
SUNTECH POWER HOLDINGS CO., LTD.’S MOTION TO  
DISMISS THE AMENDED INVOLUNTARY CHAPTER 7 PETITION**

**WHEREAS**, on October 14, 2013, Trondheim Capital Partners, L.P. (“*Trondheim*”), Michael Meixler (“*Meixler*”), Longball Holdings, LLC (“*Longball*”), and Jiangsu Liquidators, LLC (“*Jiangsu*” and, together with Trondheim, Meixler, and Longball, the “*Petitioners*”) commenced the above-captioned involuntary proceeding against Suntech Power Holdings Co., Ltd. (“*Suntech*”) under chapter 7 of the Bankruptcy Code by filing with the Bankruptcy Court Official Form 5 for an Involuntary Petition (ECF No. 1);

**WHEREAS**, on November 6, 2013, Suntech filed a motion to dismiss with prejudice the involuntary chapter 7 petition filed by Petitioners against Suntech (ECF No. 11);

**WHEREAS**, on November 20, 2013, Petitioners filed the *Objection by Petitioning Creditors to Motion to Dismiss Involuntary Petition* (ECF No. 20);

**WHEREAS**, on November 20, 2013, Petitioners filed an amended chapter 7 petition (the “*Amended Petition*”) against Suntech (ECF No. 19);

**WHEREAS**, on December 6, 2013, Suntech filed a notice of withdrawal of the original motion to dismiss without prejudice to timely file a motion to dismiss the Amended Petition (ECF No. 26);

**WHEREAS**, on December 9, 2013, Suntech filed a motion to dismiss (the “*Motion to Dismiss*”) the Amended Petition with prejudice (ECF No. 31);

**WHEREAS**, on December 9, 2013, the Ad Hoc Group (the “*Ad Hoc Group*”) of holders of 3% Convertible Notes issued by Suntech and Spinnaker Capital Limited (“*Spinnaker*”) and, together with Suntech, the Ad Hoc Group, and Petitioners, the “*Parties*”) filed a statement in support of the Motion to Dismiss (ECF No. 34);

**WHEREAS**, on December 12, 2013, the Bankruptcy Court held a status conference with respect to the Motion to Dismiss and set (i) December 20, 2013, as Petitioners’ deadline to file an objection to the Motion to Dismiss, (ii) December 29, 2013, as Suntech’s deadline to file a reply to any objections to the Motion to Dismiss, and (iii) January 7, 2014 at 10:00 a.m. (prevailing Eastern Time), as the hearing to consider the Motion to Dismiss;

**WHEREAS**, the Parties have been engaged in good faith negotiations regarding the Amended Petition and the Motion to Dismiss, and the Parties wish to adjourn the hearing to consider the Motion to Dismiss and extend the Parties’ respective deadlines to file opposition and reply briefs.

**NOW, THEREFORE**, in consideration of the foregoing recitals and the covenants and conditions contained herein, the Parties hereby stipulate and agree as follows:

1. Petitioners’ deadline to file an objection to the Motion to Dismiss is extended to **January 7, 2014 at 5:00 p.m. (prevailing Eastern Time)**.
2. Suntech’s deadline to file a reply to any objections to the Motion to Dismiss is extended to **January 17, 2014 at 5:00 p.m. (prevailing Eastern Time)**.
3. The hearing to consider the Motion to Dismiss is adjourned to January 23<sup>rd</sup>, 2014 at 10:00 a.m. (prevailing Eastern Time).

4. The Bankruptcy Court has jurisdiction to hear any matters or disputes arising from or relating to this Stipulation.

5. This Stipulation may be executed in counterparts, each of which is deemed an original, but when taken together constitute one and the same document. Facsimile or electronic copies of signatures on this Stipulation are acceptable, and a facsimile or electronic copy of a signature on this Stipulation is deemed an original.

6. This Stipulation shall be effective upon approval by the Bankruptcy Court.

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**IN WITNESS WHEREOF** and in agreement herewith, by and through their counsel, the Parties have executed and delivered this Stipulation as of the date first set forth below.

Dated: December 18, 2013  
New York, New York

O'MELVENY & MYERS LLP

By: /s/ Peter Friedman  
Peter Friedman, Esq. (*pro hac vice*)  
Diana Perez, Esq.  
Times Square Tower  
7 Times Square  
New York, New York 10036  
Telephone: (212) 326-2000  
Facsimile: (212) 326-2061  
pfriedman@omm.com  
dperez@omm.com

-and-

Suzanne Uhland, Esq. (*pro hac vice*)  
Two Embarcadero Center, 28th Floor  
San Francisco, California 94111  
Telephone: (415) 984-8700  
Facsimile: (415) 984-8701  
suhland@omm.com

*Attorneys for Suntech Power Holdings Co., Ltd.*

TEITELBAUM & BASKIN, LLP

By: /s/ Jay Teitelbaum  
Jay Teitelbaum, Esq.  
1 Barker Avenue, Third Floor  
White Plains, New York 10601  
Telephone: (914) 437-7670  
jteitelbaum@tblawllp.com

*Attorneys for the Petitioners*

BINGHAM MCCUTCHEN LLP

By: /s/ Joshua Dorchak  
Ronald J. Silverman, Esq.  
Joshua Dorchak, Esq.  
399 Park Avenue  
New York, New York 10022  
Telephone: (212) 705-7000  
ronald.silverman@bingham.com  
joshua.dorchak@bingham.com

*Attorneys for the Ad Hoc Group and Spinnaker Capital Limited*

SO ORDERED:

/s/ STUART M. BERNSTEIN  
United States Bankruptcy Judge

Dated: December 19, 2013